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Attorneys for Plaintiff

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	07 CV 4829 (DC)(DCF)
TELENOR EAST INVEST AS,	:	
	:	ECF Case
Plaintiff,	:	
	:	
-against-	:	
	:	DECLARATION OF ROBERT L. SILLS
	:	
ALTIMO HOLDINGS & INVESTMENTS	:	
LIMITED, ECO TELECOM LIMITED, CTF	:	
HOLDINGS LIMITED, CROWN FINANCE	:	
FOUNDATION and RIGHTMARCH LIMITED,	:	
	:	
Defendants.	:	
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ROBERT L. SILLS declares the following to be true:

1. I am member of the bar of this Court and of Orrick, Herrington & Sutcliffe LLP, attorneys for plaintiff Telenor East Invest AS.

2. Attached hereto as Exhibit A is a true and correct copy of the Interim Award of the Arbitration Tribunal dated January 25, 2007 (the "Tribunal") in the Matter of Arbitration Under the UNCITRAL Rules Between Claimant, Telenor East Invest AS and Respondents, Eco Telecom Limited, Eco Holdings Limited, and CTF Holdings Limited (the "VimpelCom Arbitration").

3. Attached hereto as Exhibit B is a true and correct copy of Amendment 45 to the Schedule 13D filed by Telenor East Invest AS with the SEC on June 28, 2007.

4. Attached hereto as Exhibit C is a true and correct copy of the Shareholders Agreement dated as of May 30, 2001, between Telenor East Invest AS and Eco Telecom Limited.

5. Attached hereto as Exhibit D is a true and correct copy of the Guarantee Agreement dated as of May 30, 2001 (the "Guarantee Agreement"), between and among CTF Holdings Limited, Eco Holdings Limited, Open Joint Stock Company "Vimpel-Communications", Closed Joint Stock Company "Vimpel-Com Region" and Telenor East AS.

6. Attached hereto as Exhibit E is a true and correct copy of the Respondents' Statement of Defense and Counterclaims in the VimpelCom Arbitration, dated May 1, 2007.

7. Attached hereto as Exhibit F is a true and correct copy of the endorsement to the Guarantee Agreement, dated March 20, 2007, Executed by Altimo Holdings & Investment.

8. Attached hereto as Exhibit G is a true and correct copy of the Claimant's Amended Statement of Claim in the VimpelCom Arbitration, dated March 31, 2006.

9. Attached hereto as Exhibit H is a true and correct copy of the Claimant's Notice of Arbitration in the VimpelCom Arbitration, dated November 14, 2005.

10. Attached hereto as Exhibit I is a true and correct copy of the Respondents' Amended Statement of Defense and Counterclaim in VimpelCom Arbitration, dated May 16, 2006.

11. Attached hereto as Exhibit J is a true and correct copy of the Claimant's Memorandum in Support of Claimant's Objection to Requests for Production of Documents on Grounds of Relevance in the VimpelCom Arbitration, dated June 12, 2006.

12. Attached hereto as Exhibit K is a true and correct copy of Respondents' Memorandum in Opposition to Claimant's Objection to Requests for Production of Documents in the VimpelCom Arbitration, dated June 21, 2006.

13. Attached hereto as Exhibit L is a true and correct copy of an Advisory Ruling of the Tribunal, in the VimpelCom Arbitration, set forth in a letter from Charles C. Adams, Jr., dated August 3, 2006.

14. Attached hereto as Exhibit M is a true and correct copy of an Order of the Tribunal, in the VimpelCom Arbitration, set forth in a letter from Charles C. Adams, dated April 18, 2006.

15. Attached hereto as Exhibit N is a true and correct copy of the press release entitled, "Telenor misinterpret court facts to gain PR leverage," issued by Altimio on January 30, 2007.

16. Attached hereto as Exhibit O is a true and correct copy of the letter from Peter O'Driscoll to Deutsche Bank, dated June 7, 2007.

17. Attached hereto as Exhibit P is a true and correct copy of Amendment 10 to the Schedule 13D filed by Eco Telecom Limited, Eco Holdings Limited, CTF Holdings Limited, and Crown Finance Foundation (collectively, the "Alfa Reporting Persons") with the Securities and Exchange Commission (the "SEC") on May 26, 2005.

18. Attached hereto as Exhibit Q is a true and correct copy of Amendment 11 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on June 14, 2005.

19. Attached hereto as Exhibit R is a true and correct copy of Amendment 16 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on August 30, 2005.

20. Attached hereto as Exhibit S is a true and correct copy of Amendment 20 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on June 5, 2006.

21. Attached hereto as Exhibit T is a true and correct copy of Amendment 22 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on September 6, 2006.

22. Attached hereto as Exhibit U is a true and correct copy of Amendment 23 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on October 10, 2006.

23. Attached hereto as Exhibit V is a true and correct copy of Amendment 24 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on November 22, 2006.

24. Attached hereto as Exhibit W is a true and correct copy of Amendment 25 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on November 11, 2006.

25. Attached hereto as Exhibit X is a true and correct copy of Amendment 26 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on March 2, 2007.

26. Attached hereto as Exhibit Y is a true and correct copy of Amendment 27 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on March 3, 2007.

27. Attached hereto as Exhibit Z is a true and correct copy of Amendment 28 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on March 8, 2007.

28. Attached hereto as Exhibit AA is a true and correct copy of Amendment 29 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on March 9, 2007.

29. Attached hereto as Exhibit BB is a true and correct copy of Amendment 30 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on March 13, 2007.

30. Attached hereto as Exhibit CC is a true and correct copy of Amendment 31 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on March 19, 2007.

31. Attached hereto as Exhibit DD is a true and correct copy of Amendment 32 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on June 13, 2007.

32. Attached hereto as Exhibit EE is a true and correct copy of Amendment 33 to the Schedule 13D filed by the Alfa Reporting Persons with the SEC on June 26, 2007.

33. Attached hereto as Exhibit FF is a true and correct copy of the Form 6-K filed by Open Joint Stock Company "Vimpel-Communications" ("VimpelCom") with the SEC on March 28, 2007.

34. Attached hereto as Exhibit GG is a true and correct copy of the adjusted stock price for VimpelCom ADSs for the period from October 1, 2006, to August 27, 2007, as reported at <<http://finance.yahoo.com/q/hp?s=VIP>>.

35. Attached hereto as Exhibit HH are true and correct copies of the news articles referenced in paragraph 36 of Telenor East Invest AS's First Amended Complaint (the "Complaint"): The Hunt is On for VimpelCom Shares – Alfa has the Hounds Out Again, *Kommersant*, Sept. 7, 2006; Alfa Group Looks to Raise Stake in VimpelCom, *Dow Jones Emerging Markets Report*, Sept. 6, 2006; Julie Tolkacheva, Alfa says to buy VimpelCom shares from the market, *Reuters*, Sept. 7, 2006.

36. Attached hereto as Exhibit II is a true and correct copy of the press released issued by Altimeo on March 14, 2007, entitled, "Altimeo Borrows \$1.5 billion to Develop Projects in Eurasia" and quoted in paragraph 51 of the Complaint.

37. Attached hereto as Exhibit JJ is a news article quoted in paragraph 52 of the Complaint: Richard Behar, As the West Pushes Economic Sanctions Against Tehran, Russian Billionaire Dials Up Iran Telecom Play, *FOXNews.com*, June 30, 2007.

38. Attached hereto as Exhibit KK is a news article quoted in paragraph 71 of the Complaint: "What Alfa Wants," *Vedomosti*, August 10, 2006.

39. Attached hereto as Exhibit LL is a press release issued by Altimio on September 7, 2006 and quoted in paragraph 72 of the Complaint.

40. Attached hereto as Exhibit MM is an interview of Kirill Babaev with *Bloomberg* published in *The Moscow Times* on March 13, 2007 and quoted in paragraph 74 of the Complaint.

41. Attached hereto as Exhibit NN is an article published in *Vedomosti* dated March 22, 2007, and quoted in paragraph 75 of the Complaint.

42. Attached hereto as Exhibit OO is a news article from *RBC Daily*, dated March 22, 2007, and quoted in paragraph 76 of the Complaint.

43. Attached hereto as Exhibit PP is a news article quoted in paragraph 82 of the Complaint: Altimo Plans Acquisition in Vietnam or Indonesia, Lyubov Pronina, *Bloomberg.com*, April 12, 2007.

44. Attached hereto as Exhibit QQ are the news article quoted in paragraph 84 of the Complaint: Altimo looks to combine with major European teleco, Ercan Ersoy, *Reuters*, April 18, 2007; and Altimo Sets Itself Merger Objective, *Reuters News*, April 18, 2007.

45. Attached hereto as Exhibit RR is the news article quoted in paragraph 86 of the Complaint: Altimo says happy with VimpelCom stake for now, Kirstin Ridley, *Reuters*, May 17, 2007.

46. Attached hereto as Exhibit SS are the news articles quoted in paragraph 89 of the Complaint: RBC Daily, May 17, 2007; and "Altimo uses Kyivstar shares as collateral against loans," novecon.ru, May 18, 2007.

I declare under penalty of perjury that the foregoing is true and correct. Executed on October 5, 2007, at New York, New York.


Robert L. Sills